STARCOM

Starcom Information Technology Limited
Regd office: Sheriff Centre, 73/1, St Mark's Road, Bengaluru - 560 001
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E-mail id: info@starcominfotech.com Website: www.starcominfotech.com

Date: October 1, 2019

To,
The Manager,
Department of Corporate Services (DCS-Listing)
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai- 400001

Dear Sir,

Ref.: Company Code: BSE – 531616,

Sub: Intimation regarding proceedings of the 24th Annual General Meeting

In terms of Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 we have to inform you that the 24th Annual General Meeting (AGM) of the Members of the Company was held on Monday, September 30, 2019, at the No. 150, Diamond District Club House, Old Airport Road, Kodihally, Bangalore 560008 at 11.30 a.m. and concluded at 2.00 p.m.

Mr. Ziaulla Sheriff Chairman of the Meeting & Mr. Maddur Gundurao Mohankumar, Independent Director & Chairman of the Audit Committee were present at the 24th Annual General Meeting [AGM]. Mrs. Sayeeda Hina & Mr. Mohd. Yousuf Khan could not attend the Meeting due to unavoidable circumstances and communicated the same to the chairman of company in advance. Mr. Hemanshu Kapadia, Proprietor of M/s. Hemanshu Kapadia & Associates, Secretarial Auditors and Mr. Azad Mehta, Partner of M/s. CAS & Co. (Formerly known as M/s. K.M Tulsian & Associates) Statutory Auditors were also present at the AGM. Total 6 Members were present in person. Further, 6 members were present through proxy at the AGM

Mr. Ziaulla Sheriff, Chairman and Managing Director of the Company took the Chair. The requisite quorum being present, the Chairman declared the Meeting in order. Being interested in resolution no. 2, 3 & 4, Mr. Ziaulla Sheriff vacated the Chair and Mr. Maddur Gundurao Mohan Kumar chaired the meeting for the said agenda.

The Chairman briefed the Members about the relevant provisions of the Companies Act, 2013, the rules made thereunder and provisions of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015. He also informed that as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company had provided to its members the facility to cast their votes by electronic means on all the resolutions as stated in the notice to the 24th AGM was

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provided and e-voting was kept open from Friday, September 27, 2019 9:00 a.m. (IST) to Sunday, September 29, 2019 5:00 p.m. (IST). Mr. Hemanshu Kapadia (FCS: 3477 and CP: 2285), Proprietor of M/s. Hemanshu Kapadia & Associates, Practicing Company Secretaries, acted as Scrutinizer for e-voting.

With the consent of all the members, Notice of the 24th AGM was taken as read.

The qualifications mentioned in the Statutory Auditor's Report and Secretarial Auditor's Report along with the reply from management were read at the AGM. The objective and implications of all the Resolutions were briefly explained before they were put to vote at the Meeting.

The Chairman also provided a fair opportunity to the Members of the Company who are entitled to vote to seek clarifications and/or offer comments related to the items of business. However there was no Question raised or clarification sought by the member.

Since voting by show of hands was not permissible as per the provisions of the Companies Act, 2013, the Chairman ordered for a poll for the voting on all the resolutions as mentioned in the notice of the 24th AGM and voting was conducted by means of poll for the said resolutions in order to enable the members to cast their vote who had not voted through e-voting. Members who have already voted through Remote E-voting, did not vote on Poll at the AGM.

Thereafter, the Chairman appointed Mr. Hemanshu Kapadia, Proprietor of M/s. Hemanshu Kapadia & Associates, Practicing Company Secretaries, and Mr. Umar Khursheed (DP ID-Client ID: 52809325), Member of the Company, as Scrutinizers for poll. The poll was conducted as per the provisions of the Companies Act, 2013 and Rules made there under in a fair and transparent manner.

The Scrutinizer issued separate Scrutinizer's Report on the Remote E-voting. The Scrutinizers issued separate Scrutinizers' Report on the poll taken on all the resolutions contained in the notice of the 24th AGM of the Company. The Scrutinizers also submitted the combined report on the result of Remote e-voting together with that of Poll. Reports of Scrutinizers were furnished on Tuesday, October 1, 2019.

Mode of voting for all the resolutions at the 24th AGM: Remote E-voting was conducted between Friday, September 27, 2019 [9:00 a.m. (IST)] to Sunday, September 29, 2019 [5:00 p.m. (IST)] and poll was taken at the AGM

As per the consolidated Report of the Scrutinizer(s), all the resolutions as set out in the Notice of 24th AGM have been approved by the Members of the Company with requisite majority. The details of the resolutions passed at the 24th AGM are given in the table below:

Resolution No.	Brief description of resolutions (Kindly refer to the AGM notice for complete resolutions)	Outcome of voting
1.	**Ordinary Resolution:** To approve and adopt the Audited Financial Statement for the financial year ended March 31, 2019 including the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss Account, Cash	Approved with requisite majority

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	Flow Statement of the Company for the year ended on that date and notes related thereto together with the reports of the Directors' and Auditor's thereon;	
2	**Ordinary Resolution:** To appoint a Director in place of Mr. Ziaulla Sheriff (DIN: 00002098), who liable to retires by rotation pursuant to the provisions of Section 152(6) of the Companies Act, 2013 and who is not disqualified to become a director under the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Approved with requisite majority
3	**Special Resolution:** Re-appointment of Mr. Ziaulla Sheriff (DIN: 00002098), as the Chairman and Managing Director of the Company.	Approved with requisite majority
4	**Special Resolution:** Authority to the Board of Directors to enter into the contracts or arrangements with the related parties pursuant of section 188 of the Companies Act, 2013.	Approved with requisite majority
5	**Special Resolution:** Authority to the Board of Directors to grant loan, or give guarantee or provide security in respect of loan or to make investment under Section 186 of the Companies Act, 2013	Approved with requisite majority

Aforesaid Voting Results were declared on October 1, 2019 and posted on the website of the Company at www.starcominfotech.com and at the Registered Office of the Company and also at the website of the CDSL at www.evotingindia.com along with the Scrutinizers' Reports.

Thereafter Ms. Nidhi Sharma, Company secretary of the company proposed vote of thanks to the Chairman of the company & also to Mr. Maddur Gundurao Mohankumar for chairing the Meeting for Agenda No.2, 3 & 4.

Then the chairman concluded the Meeting.

Kindly take the above proceedings on your record and oblige.

Thanking You.

Yours faithfully,
For Starcom Information Technology Limited

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Nidhi Sharma
Company Secretary & Compliance Officer
Membership No. A46079
Place: Bangalore